

## **EXHIBIT D**

# **BROWN REPLY DECLARATION ISO APPLE'S MOTION FOR SUMMARY JUDGMENT**

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE )  
ANTITRUST LITIGATION )  
 ) No. 11-CV-2509-LHK  
THIS DOCUMENT RELATES TO: )  
ALL ACTIONS. )  
 )

CONFIDENTIAL PORTIONS REDACTED  
VIDEO DEPOSITION OF PAMELA ZISSIMOS  
November 13, 2012

REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR

1 your offer, and I made them an offer.

2 Q. And did he accept it?

3 A. Yes. I don't remember if he asked for more  
4 money.

5 Q. Do you remember whether he came back to you  
6 with a better offer from Lucasfilm?

7 A. No. My offer was already below what he was  
8 making.

9 Q. So he didn't come back to you with a better  
10 offer from Lucasfilm?

11 A. (Nonverbal response.)

12 Q. So he accepted the offer with less money?

13 A. (Nonverbal response.)

14 MS. HENN: Please try to answer with your  
15 voice.

16 THE WITNESS: Sorry.

17 MS. HENN: Your answer still isn't on the  
18 record.

19 MR. HARVEY: Yes, why don't we go back.

20 Q. So I think the pending question was: So he  
21 didn't come back to you with a better offer from  
22 Lucasfilm?

23 A. No.

24 MR. HARVEY: Thank you.

25 MS. HENN: Thank you.

1 MR. HARVEY: I think it's a good time for a  
2 break.

3 MS. HENN: Okay.

4 THE VIDEOGRAPHER: The time is 12:24 p.m.  
5 We're going off the record.

6 (Recess taken.)

7 THE VIDEOGRAPHER: The time is 1:07. We're  
8 going back on the record.

9 MR. HARVEY: Q. Good afternoon. We're  
10 going to switch gears and talk about Apple for a  
11 little while. Are you aware of any agreement  
12 between Apple and Pixar that restricted Pixar's  
13 recruiting of Apple employees and vice-versa?

14 A. I'm aware -- I don't know if I would phrase it  
15 like that. It was told to me that, again, with our not  
16 poaching, that Apple was on the list of those companies  
17 that we don't poach from.

18 Q. Uh-huh. Do you have an understanding that it  
19 was on that list because of an agreement with Apple?

20 A. I had an understanding that it was on that list  
21 because Steve Jobs was overseeing both Apple and Pixar,  
22 and so we didn't want to be poaching their talent.

23 Q. Do you know whether part of the concern was  
24 keeping Steve Jobs happy?

25 A. I can't answer that. I don't know.

1 Q. You don't know?

2 A. No.

3 Q. Do you recall any conversations with anyone at  
4 Pixar about making sure not to solicit anyone from Apple  
5 because it could make Steve Jobs angry?

6 A. Do I --

7 Q. Uh-huh.

8 A. -- have any -- remember any conversations like  
9 that?

10 Q. Yes.

11 A. No, I don't.

12 MR. HARVEY: I'm introducing Plaintiffs'  
13 Exhibit 368 which is Bates-stamped Pixar 69. And please  
14 let me know once you've had a chance to examine the  
15 document.

16 (Whereupon, Exhibit 368 was marked for  
17 identification.)

18 MR. HARVEY: Q. So this is from 2005, so I  
19 understand that you didn't receive this document.

20 A. Right.

21 Q. But I'm going to ask you a few things about it,  
22 so feel free to read through it if you would like.

23 A. Okay.

24 Okay.

25 Q. Okay. So again, I realize that you didn't



1 I, Gina V. Carbone, Certified Shorthand  
2 Reporter licensed in the State of California, License  
3 No. 8249, hereby certify that the deponent was by me  
4 first duly sworn and the foregoing testimony was  
5 reported by me and was thereafter transcribed with  
6 computer-aided transcription; that the foregoing is a  
7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or  
9 attorney for either of any of the parties in the  
10 foregoing proceeding and caption named or in any way  
11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of  
13 the original transcript will render the reporter's  
14 certificates null and void.

15 In witness whereof, I have hereunto set my  
16 hand this day: November 26, 2012.

17 \_\_\_X\_\_\_ Reading and Signing was requested.

18 \_\_\_\_\_ Reading and Signing was waived.

19 \_\_\_\_\_ Reading and signing was not requested.

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22 \_\_\_\_\_  
23 GINA V. CARBONE

24 CSR 8249, RPR, CCRR  
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